

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
W.R. GRACE & CO., <i>et al.</i> ,) Case No. 01-1139 (KJC)
)
Reorganized Debtors.) Jointly Administered
)
) Objection Date: July 11, 2014 at 4:00 p.m.
) Hearing Date: October 14, 2014 at 10:00 a.m.

**FINAL APPLICATION OF LEGAL ANALYSIS SYSTEMS, INC. FOR COMPENSATION
OF SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS ASBESTOS-
RELATED BODILY INJURY CONSULTANT TO THE OFFICIAL COMMITTEE OF
ASBESTOS PERSONAL INJURY CLAIMANTS OF W.R. GRACE & CO., *ET AL.* FOR
THE PERIOD APRIL 12, 2001 THROUGH FEBRUARY 3, 2014**

Name of Applicant:	<u>Legal Analysis Systems, Inc.</u>
Authorized to Provide Professional Services to:	<u>The Official Committee of Asbestos Personal Injury Claimants</u>
Date of retention:	<u>July 13, 2001, <i>nunc pro tunc</i> to April 12, 2001</u>
Period for which compensation and reimbursement is sought:	<u>April 12, 2001 through February 3, 2014</u>
Amount of compensation sought as actual, reasonable and necessary:	<u>\$6,531,074.75¹</u>
Amount of expense reimbursement sought as actual, reasonable and necessary:	<u>\$63,808.08²</u>
This is a: _____monthly _____ interim <u> X </u> final application.	

Pursuant to Section 2.1.1(b) of the First Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of W.R. Grace & Co., et al., the Official Committee of Asbestos Personal Injury Claimants, the Asbestos PI Future Claimants' Representative, and the Official Committee of Equity Security Holders as Modified through December 23, 2010, and Section VIII of the Recommended Findings of Fact, Conclusions of Law and Order Regarding Confirmation of First Amended Joint Plan of Reorganization As Modified through December 23, 2010, Legal Analysis Systems, Inc. will submit invoices to the above-captioned Reorganized Debtors for services rendered and expenses incurred after February 3, 2014.

¹ This amount includes all reductions to fees.

² This amount includes all reductions to expenses.

PRIOR APPLICATIONS FILED:

Date Filed	Time Period	Fees Requested	Expenses Requested	Fees Approved	Expenses Approved
9/21/2001	1 st Interim Fee Application (April 12, 2001 - July 31, 2001)	\$38,340.50	\$2,001.38	\$30,666.00 ³	\$1,780.88 ⁴
4/30/2002	2 nd Interim Fee Application (September 1, 2001 through September 30, 2001)	\$8,578.00	\$0.00	\$8,578.00	\$0.00
4/29/2002	3 rd Interim Fee Application (November - January 2002)	\$9,419.50	\$0.00	\$9,419.50	\$0.00
8/13/2002	4 th and 5 th Interim Fee Application (February– June 2002)	\$159,537.50	\$6,689.72	\$159,537.50	\$6,577.95 ⁵
11/14/2002	6 th Interim Fee Application (July - September 2002)	\$477,111.00	\$19,850.07	\$477,045.00 ⁶	\$19,017.25 ⁷
2/10/2003	7 th Interim Fee Application (October - December 2002)	\$85,149.00	\$0.00	\$85,149.00	\$0.00
5/15/2003	8 th Interim Fee Application (January-March 2003)	\$2,239.00	\$0.00	\$2,239.00	\$0.00
8/13/2003	9 th Interim Fee Application (April-June 2003)	\$8,848.00	\$0.00	\$8,848.00	\$0.00

³ In the Court's Order approving quarterly fee applications for the First, Second and Third Period, the Court approved \$56,338.00.00 in fees which reflects a reduction of \$7,675.00. For the purposes of this application, we have noted the reduction in the First Interim Period.

Date Filed	Time Period	Fees Requested	Expenses Requested	Fees Approved	Expenses Approved
11/11/2003	10th Interim Fee Application (July-September 2003)	\$21,758.50	\$0.00	\$21,758.50	\$0.00
N/A ⁸	11th Interim Fee Application (October - December 2003)	\$0.00	\$0.00	\$0.00	\$0.00
5/14/2004	12th Interim Fee Application (January -March 2004)	\$20,212.50	\$0.00	\$20,212.50	\$0.00
8/16/2004	13th Interim Fee Application (April-June 2004)	\$17,977.50	\$0.00	\$17,977.50	\$0.00
11/15/2004	14th Interim Fee Application (July-September 2004)	\$35,115.00	\$492.96	\$35,115.00	\$492.96
2/14/2005	15th Interim Fee Application (October-December 2004)	\$1,455.00	\$0.00	\$1,455.00	\$0.00
5/13/2005	16th Interim Fee Application (January-March 2005)	\$12,000.00	\$0.00	\$12,000.00	\$0.00

⁴ In the Court's Order approving quarterly fee applications for the Fourth Period the Court approved \$33,466.80 in fees which reflects a reduction of \$8,367.00. For the purposes of this application, we have noted the reduction in the Fourth Interim Period.

⁵ In the Court's Order approving quarterly fee applications for the Fourth/Fifth Period, the Court approved \$6,577.95 in expenses which reflects a reduction of \$111.77. For the purposes of this application, we have noted the reduction in the Fourth/Fifth Interim Period.

⁶ In the Court's Order approving quarterly fee applications for the Sixth Period, the Court approved \$477,045.00 in fees which reflects a reduction of \$66.00. For the purposes of this application, we have noted the reduction in the Sixth Interim Period.

⁷ In the Court's Order approving quarterly fee applications for the Sixth Period, the Court approved \$19,017.25 in expenses which reflects a reduction of \$832.82. For the purposes of this application, we have noted the reduction in the Sixth Interim Period.

⁸ As there were no fees or expenses incurred during this Interim Period, no Application was filed.

Date Filed	Time Period	Fees Requested	Expenses Requested	Fees Approved	Expenses Approved
8/12/2005	17th Interim Fee Application (April-June 2005)	\$30,255.00	\$216.37	\$30,255.00	\$216.37
11/15/2005	18th Interim Fee Application (July-September 2005)	\$38,812.50	\$0.00	\$38,812.50	\$0.00
2/14/2006	19th Interim Fee Application (October-December 2005)	\$39,142.50	\$0.00	\$39,142.50	\$0.00
5/15/2006	20th Interim Fee Application (January-March 2006)	\$46,712.50	\$0.00	\$46,712.50	\$0.00
1/14/2006	21st Interim Fee Application (April-June 2006)	\$107,480.00	\$210.00	\$107,480.00	\$210.00
11/14/2006	22nd Interim Fee Application (July-September 2006)	\$412,232.50	\$0.00	\$412,232.50	\$0.00
2/15/2007	23rd Interim Fee Application (October-December 2006)	\$631,458.75	\$9,173.79	\$631,458.75	\$8,307.41 ⁹
5/15/2007	24th Interim Fee Application (January-March 2007)	\$487,316.00	\$0.00	\$487,316.00	\$0.00
8/14/2007	25th Interim Fee Application (April-June 2007)	\$547,634.00	\$12,500.00	\$547,634.00	\$12,500.00

⁹ In the Court's Order approving quarterly fee applications for the Twenty-Third Period, the Court approved \$8,307.41 in expenses which reflects a reduction of \$866.38. For the purposes of this application, we have noted the reduction in the Twenty-Third Interim Period

Date Filed	Time Period	Fees Requested	Expenses Requested	Fees Approved	Expenses Approved
11/15/2007	26th Interim Fee Application (July-September 2007)	\$750,915.50	\$0.00	\$750,915.50	\$0.00
2/15/2008	27th Interim Fee Application (October-December 2007)	\$514,527.50	\$574.38	\$514,527.50	\$574.38
5/15/2008	28th Interim Fee Application (January-March 2008)	\$837,579.00	\$9,602.82	\$837,579.00	\$9,297.82 ¹⁰
8/14/2008	29th Interim Fee Application (April-June 2008)	\$256,882.50	\$0.00	\$256,882.50	\$0.00
11/17/2008	30 th Interim Fee Application (July-September 2008)	\$48,157.50	\$0.00	\$48,157.50	\$0.00
2/13/2009	31 st Interim Fee Application (October-December 2008)	\$72,400.00	\$0.00	\$72,400.00	\$0.00
5/13/2009	32 nd Interim Fee Application (January-March 2009)	\$269,270.00	\$0.00	\$269,270.00	\$0.00
8/17/2009	33 rd Interim Fee Application (April-June 2009)	\$154,137.50	\$0.00	\$154,137.50	\$0.00
11/16/2009	34 th Interim Fee Application (July-September 2009)	\$300,425.00	\$4,833.06	\$300,425.00	\$4,833.06

¹⁰ In the Court's Order approving quarterly fee applications for the Twenty-Eighth Period, the Court approved \$9,297.82 in expenses which reflects a reduction of \$305.00. For the purposes of this application, we have noted the reduction in the Twenty-Eighth Interim Period

Date Filed	Time Period	Fees Requested	Expenses Requested	Fees Approved	Expenses Approved
2/12/2010	35 th Interim Fee Application (October-December 2009)	\$15,257.00	\$0.00	\$15,257.00	\$0.00
5/14/2010	36 th Interim Fee Application (January-March 2010)	\$4,940.00	\$0.00	\$4,940.00	\$0.00
8/13/2010	37 th Interim Fee Application (April-June 2010)	\$2,000.00	\$0.00	\$2,000.00	\$0.00
2/15/2011	38 th and 39 th Interim Fee Application (July-December 2010)	\$5,070.00	\$0.00	\$5,070.00	\$0.00
5/16/2011	40 th Interim Fee Application (January-March 2011)	\$18,212.50	\$0.00	\$18,212.50	\$0.00
N/A ¹¹	41 th Interim Fee Application (April-June 2011)	\$0.00	\$0.00	\$0.00	\$0.00
N/A ¹²	42 nd Interim Fee Application (July-September 2011)	\$0.00	\$0.00	\$0.00	\$0.00
5/15/2012	43 rd and 44 th Interim Fee Application (October 2011 through March 2012)	\$1,522.50	\$0.00	\$1,522.50	\$0.00

¹¹ As there were no fees or expenses incurred during this Interim Period, no Application was filed.

¹² As there were no fees or expenses incurred during this Interim Period, no Application was filed.

Date Filed	Time Period	Fees Requested	Expenses Requested	Fees Approved	Expenses Approved
N/A ¹³	45th Interim Fee Application (April - June 2012)	\$0.00	\$0.00	\$0.00	\$0.00
11/14/2012	46th Interim Fee Application (July - September 2012)	\$3,410.00	\$0.00	\$3,410.00	\$0.00
2/14/2013	47th Interim Fee Application (October - December 2012)	\$9,066.00	\$0.00	\$9,066.00	\$0.00
5/15/2013	48th Interim Fee Application (January - March 2013)	\$1,362.00	\$0.00	\$1,362.00	\$0.00
N/A ¹⁴	49th Interim Fee Application (April - June 2013)	\$0.00	\$0.00	\$0.00	\$0.00
11/13/2013	50th Interim Fee Application (July - September 2013)	\$5,920.00	\$0.00	\$5,920.00	\$0.00
2/17/2014	51st Interim Fee Application (October - December 2013)	\$28,976.00	\$0.00	\$28,976.00	\$0.00
N/A ¹⁵	52nd Interim Fee Application (January - February 3, 2014)	\$0.00	\$0.00	\$0.00	\$0.00

¹³ As there were no fees or expenses incurred during this Interim Period, no Application was filed.

¹⁴ As there were no fees or expenses incurred during this Interim Period, no Application was filed.

¹⁵ As there were no fees or expenses incurred during this Interim Period, no Application was filed.

LEGAL ANALYSIS SYSTEMS, INC. PROFESSIONALS

Name of Professional Individual	Position of the Applicant, Number of years in that Position,	Hourly Billing Rate (including changes)	Total Hours Billed	Total Compensation
Mark A. Peterson	Principal, 25 + years	\$425.00	11.70	\$4,972.50
		\$500.00	1,164.70	\$579,845.00
		\$600.00	241.60	\$143,430.00
		\$700.00	3,455.90	\$2,419,130.00
		\$350.00	5.00	\$1,750.00
		\$800.00	2,002.90	\$1,588,480.00
Dan Relles	Statistician, 28+ years	\$290.00	1.10	\$319.00
		\$330.00	728.70	\$239,080.50
		\$375.00	79.60	\$29,850.00
		\$425.00	2,307.30	\$980,620.50
		\$213.00	10.50	\$2,213.25
		\$475.00	931.00	\$443,706.00
Patricia Ebner	Data Consultant, 26 + years	\$240.00	16.40	\$3,936.00
		\$275.00	105.20	\$31,447.50
		\$300.00	139.30	\$41,790.00
		\$150.00	27.70	\$4,155.00
William Brelsford	Data Consultant	\$200.00	65.00	\$14,148.00
		\$245.00	6.70	\$1,641.50
Marygail Brauner	Senior Researcher	\$185.00	24.30	\$4,495.00
C. Thomas	Data Consultant	\$200.00	4.00	\$800.00
Totten	Data Consultant	\$200.00	28.70	\$5,740.00
Total:			11,358.80	\$6,541,850.25
Blended Rate:		\$575.93		

TASK CODE SUMMARY

Project Category	Total Hours	Total Fees Requested
Asset Analysis and Recovery	0.00	\$0
Asset Disposition	0.00	\$0
Business Operations	0.00	\$0
Case Administration	16.20	\$8,100.00
Claims Administration and Objections	0.00	\$0
Claims Administration and Objections (Asbestos)	0.00	\$0
Claims Administration and Objections (Non-Asbestos)	0.00	\$0

Claims Resolution	14.80	\$6,326.00
Committee Administration	572.10	\$328,507.00
Data Analysis	7,744.20	\$4,588,492.50
Employee Benefits/Pension	0.00	\$0
Fee/Employment Applications	0.00	\$0
Employment Applications (applicant)	0.00	\$0
Employment Applications (others)	0.00	\$0
Estimation	0.60	\$214.50
Fee/Employment Objections	0.00	\$0
Fee Applications (applicant)	9.80	\$4,061.00
Fee Applications (others)	0.00	\$0
Financing	0.70	\$350.00
Hearings	755.00	\$442,582.50
Litigation	0.00	\$0
Plan and Disclosure Statement	403.30	\$264,954.00
Relief from Stay Proceedings	0.00	\$0
Tax Issues	0.00	\$0
Litigation	664.50	\$286,384.00
Travel	2.50	\$1,250.00
Travel (non-working)	149.60	\$42,271.25
Valuation	1,024.30	\$565,322.50
ZAI Science Trial	0.00	\$0

EXPENSE SUMMARY

Expense Category	Service Provider (if applicable)	Total Expenses
Overnight Courier	Federal Express	\$941.08
Travel & Meals		\$41,046.74
Long Distance Calls	AT&T	\$138.50
Jury Reports/Verdicts		\$4,530.53
Research Materials		\$87.98
Data Acquisition		\$12,500.00

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FOR THE DISTRICT OF DELAWARE**

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Debtors.) Jointly Administered
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) Objection Date: July 11, 2014 at 4:00 p.m.
) October 14, 2014 at 10:00 a.m.

**FINAL APPLICATION OF LEGAL ANALYSIS SYSTEMS, INC. FOR COMPENSATION
OF SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS ASBESTOS-
RELATED BODILY INJURY CONSULTANT TO THE OFFICIAL COMMITTEE OF
ASBESTOS PERSONAL INJURY CLAIMANTS OF W.R. GRACE & CO., *ET AL.* FOR
THE PERIOD APRIL 12, 2001 THROUGH FEBRUARY 3, 2014**

Pursuant to 11 U.S.C. §§ 330 and 331, Rule 2016 of the Federal Rules of Bankruptcy Procedure, and the Amended Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members (the “Administrative Order”), Legal Analysis Systems, Inc. hereby submits this Final Application of Legal Analysis Systems, Inc. for Compensation and for Reimbursement of Expenses for April 12, 2001 through February 3, 2014 (“Final Application”)

By this Final Application Legal Analysis Systems, Inc. seeks the final allowance of compensation in the amount of \$6,531,074.75 and reimbursement of actual and necessary expenses incurred in the amount of \$63,808.08 for a total of \$6,594,882.83, or one hundred percent (100%) of all compensation and expenses reimbursement requested, for the period April 12, 2001 through February 3, 2014 (the “Period”), and payment of any unpaid portion of such fees and costs. In support of this Final Application, Legal Analysis Systems, Inc. respectfully represents as follows:

BACKGROUND

1. On April 2, 2001 (the "Petition Date"), the Debtors filed voluntary petitions for relief under Chapter 11 under Title 11 of the United States Code (the "Bankruptcy Code").

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. § § 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

3. From the Petition Date through the date of this Final Application, the Debtors have continued to operate their businesses and manage their properties as debtors-in-possession, pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

4. On April 12, 2001, the Office of the United States Trustee appointed the Official Committee of Asbestos Personal Injury Claimants (the "ACC") pursuant to section 1102 of the Bankruptcy Code [Dkt. No. 94].

5. On May 4, 2001 the ACC filed and served its Application of the Official Committee of Asbestos Personal Injury Claimants to Retain and Employ Legal Analysis Systems, Inc. as Asbestos-Related Bodily Injury Consultant (the "Retention Application"). Through the Retention Application, the ACC sought authorization to employ Legal Analysis Systems, Inc. as Asbestos-Related Bodily Injury Consultant, effective as of April 12, 2001. On June 13, 2001, the Court entered the Order Authorizing the Retention of Legal Analysis Systems, Inc. as Asbestos-Related Bodily Injury Consultant for the Official Committee of Asbestos Personal Injury Claimants, *nunc pro tunc* to April 12, 2001. [Dkt. No. 503].

III. RELIEF REQUESTED

6. Through this Final Application, Legal Analysis Systems, Inc. seeks final allowance and payment of \$6,531,074.75 in fees for services rendered during the Period and reimbursement of \$63,808.08 for reasonable and necessary expenses incurred during the Period.

Thus, Legal Analysis Systems, Inc. seeks final allowance and payment in the total amount of \$6,594,882.83.

7. Legal Analysis Systems, Inc. has received no payment and no promises for payment from any source for services rendered during the Period in connection with the case. There exists no agreement or understanding between Legal Analysis Systems, Inc. and any other person for the sharing of any compensation to be received for services rendered by Legal Analysis Systems, Inc. in the case.

8. All services for which compensation is requested by Legal Analysis Systems, Inc. pursuant to this Final Application were performed for or on behalf of the ACC in this case. Legal Analysis Systems, Inc.'s services have been necessary and beneficial to the Debtors and their estates, creditors and other parties in interest.

9. This is Legal Analysis Systems, Inc.'s Final Application.

SUMMARY OF SERVICES RENDERED

10. Legal Analysis Systems, Inc. has maintained detailed records of the time spent in the rendition of professional services for the ACC during the Period (the "Billing Statements"). The Billing Statements are in the same form regularly used by Legal Analysis Systems, Inc. to bill its clients for services rendered and includes the date that the services were rendered, a detailed, contemporaneous narrative descriptions of the services, the amount of time spent for each service and the designation of the professional who performed the service.

11. Interim Orders have been entered in these cases approving all interim fee applications with the exception of the Fifty-First Interim Fee Application of Legal Analysis Systems, Inc. for Approval and Allowance of Compensation for Services Rendered and Reimbursement of Expenses as Asbestos-Related Bodily Injury Consultant to the Official

Committee of Asbestos Personal Injury Claimants for the Period from October 1, 2013 through December 31, 2013 [Dkt. No. 31747] (the “Fifty-First Interim”). A hearing on the Fifty-First Interim is scheduled for May 28, 2014 at 11:00 am. To the extent that such hearing does not go forward, or an order is not entered which approves the fees expenses requested therein, Legal Analysis Systems, Inc. reserves the right to supplement this Final Application.

12. During the Period, Legal Analysis Systems, Inc. rendered 11,358.80 hours of professional services, resulting in legal fees totaling \$6,531,74.75 and associated reasonable and necessary expenses incurred totaling \$63,808.08.

13. Set forth in the chart above are the expenses incurred by Legal Analysis Systems, Inc. for which reimbursement is requested pursuant to this Final Application. Legal Analysis Systems, Inc. passes through on an exact cost basis all computer-assisted research charges; and

14. The full scope of the services provided on a day-to-day basis are fully described by the Billing Statements previously filed with this Court.

15. At all relevant times, Legal Analysis Systems, Inc. has been a disinterested person as that term is defined in § 101(14) of the Bankruptcy Code and has not represented or held an interest adverse to the interest of the Debtors or the Committees.

16. In accordance with the Administrative Order, a Notice of Final Application will be filed and served on all parties requesting notice under Bankruptcy Rule 2002 and the Final Application will be served on the parties specified in the Administrative Order.

ALLOWANCE OF COMPENSATION

17. Legal Analysis Systems, Inc. have endeavored to assist the ACC in the most expeditious and economical manner possible. Further, the professionals at Legal Analysis Systems,

Inc. have coordinated their activities with counsel to avoid duplication of effort on behalf of the ACC whenever possible.

18. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amounts requested herein are fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, Legal Analysis Systems, Inc. has reviewed the requirements of Del. Bankr. LR 2016-2 and the Amended Administrative Order and believes that this Final Application complies with such.

WHEREFORE, Legal Analysis Systems, Inc. respectfully requests that the Court enter an Order approving this Final Application and directing payment of \$6,531,074.75 in fees and reimbursement of \$63,808.08 in expenses, and for such other and further relief as the Court deems just and proper.

LEGAL ANALYSIS SYSTEMS, INC.

/s/ Mark A. Peterson

Mark A. Peterson
970 Calle Arroyo
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(805) 499-3572

*Asbestos-Related Bodily Injury Consultant for
the Official Committee of Asbestos Personal
Injury Claimants*

Dated: May 12, 2014